

RECORDATION NO. 28092 FILED

DEC 16 '09

9-11 AM

SURFACE TRANSPORTATION BOARD

## FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

VIA UPS 2<sup>nd</sup> DAY AIR

December 11, 2009

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20423-0001  
Re: Documents for Rail Recordation

**Re: Memorandum of Lease Agreement**

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated November 30, 2009 a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation	Lessee:	Hydrocarbon Recovery Services, Inc.
	One O'Hare Centre		d/b/a FCC Environmental
	6250 N River Road, Suite 5000		2115 Speedrail Court
	Rosemont, IL 60018		Concord, NC 28025

A description of the railroad equipment covered by the enclosed document is for two (2) tank cars, marked FURX 123658 and FURX 123674.

A short summary of the document to appear in the index follows:      Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne  
Senior Documentation Specialist

Enclosure

(HYRE001)

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ASSGN. NO.: HYRE001

## MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 30<sup>th</sup> day of November, 2009, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Hydrocarbon Recovery Services, Inc., d/b/a FCC Environmental ("Lessee"), a Texas corporation.

## WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of November 30, 2009, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of November 30, 2009, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. SeymourName: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

Title: \_\_\_\_\_

By: Susan Grokulska  
Name: SUSAN GROKULSKY  
ASST. DIRECTOR  
Title: OF DOCUMENTATIONExecuted on this 30<sup>th</sup> day of November, 2009.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, K.A. Dombrowski, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

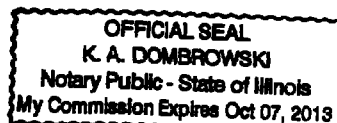
WITNESS my hand and official stamp or seal, this 30<sup>th</sup> day of November, 2009.K.A. Dombrowski

Notary Public

My Commission Expires:

10-7-2013

(Notary Public)



**LESSEE:**

HYDROCARBON RECOVERY SERVICES, INC.,  
d/b/a FCC ENVIRONMENTAL

ATTEST:

By: Bill Henkel

Name: BILL HENKEL

Title: BRANCH MANAGER

By: Ajaree

Name: Ajaree P. Whaley

Title: Process Manager

Executed on this 20 day of NOVEMBER, 2009.

[CORPORATE SEAL]

STATE OF North Carolina

COUNTY OF Cabarrus

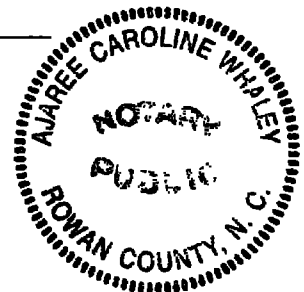
I, Ajaree Caroline Whaley, a Notary Public of the County and State aforesaid, certify that Bill Henkel personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 20<sup>th</sup> day of November, 2009.

Commission Expires:

11-4-2013  
(Notary Public)

Ajaree  
Notary Public



**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

**NUMBER OF CARS:** Two (2)

**DESCRIPTION OF CARS:** Tank Cars, exterior coiled, insulated or non-insulated 23,000-24,000 gallon capacity (Type: T106).

**CAR NUMBERS:** FURX 123658 and FURX 123674